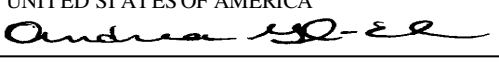


AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE U		PAGE OF PAGES 1 8	
2. AMENDMENT/MODIFICATION NO. 04		3. EFFECTIVE DATE 08-Apr-2014		4. REQUISITION/PURCHASE REQ. NO. SEE SCHEDULE		5. PROJECT NO.(If applicable)	
6. ISSUED BY NAWCTSD 253 12350 RESEARCH PARKWAY (25362) ORLANDO FL 32826		CODE N61340		7. ADMINISTERED BY (If other than item 6) DCMA MANASSAS 10500 BATTLEVIEW PARKWAY SUITE 200 MANASSAS VA 20109		CODE S2404A	
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) NORTHROP GRUMMAN SYSTEMS CORPORATION MARY MAGEE 2340 DULLES CORNER BLVD HERNDON VA 20171-3400				9A. AMENDMENT OF SOLICITATION NO.			
				9B. DATED (SEE ITEM 11)			
				X 10A. MOD. OF CONTRACT/ORDER NO. N61340-11-D-0005-0005			
				X 10B. DATED (SEE ITEM 13) 14-Aug-2013			
CODE 5V1X2		FACILITY CODE					
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS							
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offer <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offer must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.							
12. ACCOUNTING AND APPROPRIATION DATA (If required) See Schedule							
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.							
A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.							
B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B).							
C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:							
X D. OTHER (Specify type of modification and authority) 52.243-2 Changes - Cost-Reimbursement							
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return <u>1</u> copies to the issuing office.							
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: perezb14550 (See Section A modification purpose)							
Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.							
15A. NAME AND TITLE OF SIGNER (Type or print)				16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) ANDREA GORDON-EUBANKS (25362) / CONTRACTING OFFICER TEL: 407-380-4389 EMAIL: andrea.gordon@navy.mil			
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)		15C. DATE SIGNED		16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)		16C. DATE SIGNED 09-Apr-2014	

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION A - SOLICITATION/CONTRACT FORM

The following have been added by full text:

MODIFICATION PURPOSE

The purpose of this modification is to:

1. Re-price CLIN 0001 from \$2,090,099.00 to \$1,128,099.00 due system limitations the Government contract writing system which prevents additional funds being placed on this CLIN.
2. Re-price CLIN 0002 from \$1,312,447.00 to \$1,062,447.00 due system limitations the Government contract writing system which prevents additional funds being placed on this CLIN.
3. Establish CLIN 0008, in the amount of \$962,000.00, which represents the remainder of the negotiated price for CLIN 0001 which was not funded at delivery order award. This CLIN in combo with CLIN 0001 now fully funds the negotiated price of \$2,090,099.00.
4. Establish CLIN 0009, in the amount of \$250,000.00, which represents the remainder of the negotiated price for CLIN 0002 which was not funded at delivery order award. This CLIN in combo with CLIN 0002 now fully funds the negotiated price of \$1,312,447.00.
5. Establish SLIN 000302, to incrementally fund CLIN 0003 in the amount of \$2,460,591.00, this CLIN is now fully funded.

SECTION B - SUPPLIES OR SERVICES AND PRICES

Global Changes

CLIN 0001 -- CLIN 0007

The IDC type has changed from N/A to Indefinite Quantity.

CLIN 0001

The estimated/max cost has decreased by \$890,741.00 from \$1,935,277.00 to \$1,044,536.00.

The unit price amount has decreased by \$807,178.00 from \$1,935,277.00 to \$1,128,099.00.

The fixed fee has decreased by \$71,259.00 from \$154,822.00 to \$83,563.00.

The total cost of this line item has decreased by \$962,000.00 from \$2,090,099.00 to \$1,128,099.00.

CLIN 0002

The estimated/max cost has decreased by \$231,647.00 from \$1,216,099.00 to \$984,452.00.

The unit price amount has decreased by \$153,652.00 from \$1,216,099.00 to \$1,062,447.00.

The fixed fee has decreased by \$18,353.00 from \$96,348.00 to \$77,995.00.

The total cost of this line item has decreased by \$250,000.00 from \$1,312,447.00 to \$1,062,447.00.

SUBCLIN 000302 is added as follows:

ITEM NO	SUPPLIES/SERVICES	MAX QUANTITY	UNIT	UNIT PRICE	MAX AMOUNT
000302	Incremental Funding CPFF Incremental funding for software Development, test and installation of the LCS TAO combat system trainer (CST) for the LCS 2, CLIN 0003 FOB: Destination PURCHASE REQUEST NUMBER: 1300408809	UNDEFINED	Lot	UNDEFINED	\$0.00
MAX COST					UNDEFINED
FIXED FEE					UNDEFINED
TOTAL MAX COST + FEE					\$0.00
ACRN AB CIN: 130040880900030					\$2,460,591.00

CLIN 0008 is added as follows:

ITEM NO	SUPPLIES/SERVICES	MAX QUANTITY	UNIT	UNIT PRICE	MAX AMOUNT
0008	Software Development, test and install 2 CPFF Incremental funding for Software Development, test and installation of the LCS TAO combat system trainer (CST) for the LCS 2, for CLIN 0008 in accordance with the attached statement of work in section J. CLIN 0001 and CLIN 0008 constitue a total cost of \$2,090,099.00. FOB: Destination PURCHASE REQUEST NUMBER: 1300408809	UNDEFINED	Lot	UNDEFINED	\$962,000.00
MAX COST					\$890,741.00
FIXED FEE					\$71,259.00
TOTAL MAX COST + FEE					\$962,000.00
ACRN AB CIN: 130040880900010					\$962,000.00

CLIN 0009 is added as follows:

ITEM NO	SUPPLIES/SERVICES	MAX QUANTITY	UNIT	UNIT PRICE	MAX AMOUNT
0009	Development of LCS TAO 2 (CST) 2 CPFF Incremental funding for the development of LCS TAO 2 combat system trainer (CST) requirements and detailed design for CLIN 0009, in accordance with the attached statement of work in section J. CLIN 0002 and CLIN 0009 constitute a total cost of \$1,312,447.00. FOB: Destination PURCHASE REQUEST NUMBER: 1300408809	UNDEFINED	Lot	UNDEFINED	\$250,000.00
MAX COST					\$231,647.00
FIXED FEE					\$18,353.00
TOTAL MAX COST + FEE					\$250,000.00
ACRN AB CIN: 130040880900020					\$250,000.00

SECTION E - INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 000302:

INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
Destination	Government	Destination	Government

The following Acceptance/Inspection Schedule was added for CLIN 0008:

INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
Destination	Government	Destination	Government

The following Acceptance/Inspection Schedule was added for CLIN 0009:

INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
Destination	Government	Destination	Government

SECTION F - DELIVERIES OR PERFORMANCE

The following Delivery Schedule item for CLIN 0001 has been changed from:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 12-AUG-2013 TO 30-SEP-2015	N/A	SURFACE WARFARE OFFICERS SCHOOL ROBERT NAZRO 446 CUSHING ROAD, BLDG 1362, RM 229 NEW PORT RI 02841-1209 401-841-4726 FOB: Destination	N63190

To:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 12-AUG-2013 TO 30-SEP-2015	N/A	SURFACE WARFARE OFFICERS SCHOOL ROBERT NAZRO 446 CUSHING ROAD, BLDG 1362, RM 229 NEW PORT RI 02841-1209 401-841-4726 FOB: Destination	N61340

The following Delivery Schedule item for CLIN 0002 has been changed from:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 12-AUG-2013 TO 18-JUL-2014	N/A	SURFACE WARFARE OFFICERS SCHOOL ROBERT NAZRO 446 CUSHING ROAD, BLDG 1362, RM 229 NEW PORT RI 02841-1209 401-841-4726 FOB: Destination	N63190

To:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 12-AUG-2013 TO 18-JUL-2014	N/A	SURFACE WARFARE OFFICERS SCHOOL ROBERT NAZRO 446 CUSHING ROAD, BLDG 1362, RM 229 NEW PORT RI 02841-1209 401-841-4726 FOB: Destination	N61340

The following Delivery Schedule item for CLIN 0003 has been changed from:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 01-MAR-2014 TO 31-DEC-2015	N/A	SURFACE WARFARE OFFICERS SCHOOL ROBERT NAZRO 446 CUSHING ROAD, BLDG 1362, RM 229 NEW PORT RI 02841-1209 401-841-4726 FOB: Destination	N63190

To:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
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POP 01-MAR-2014 TO 31-DEC-2015	N/A	SURFACE WARFARE OFFICERS SCHOOL N61340 ROBERT NAZRO 446 CUSHING ROAD, BLDG 1362, RM 229 NEW PORT RI 02841-1209 401-841-4726 FOB: Destination
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The following Delivery Schedule item for CLIN 0004 has been changed from:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 12-AUG-2013 TO 12-JUN-2014	N/A	SURFACE WARFARE OFFICERS SCHOOL N63190 ROBERT NAZRO 446 CUSHING ROAD, BLDG 1362, RM 229 NEW PORT RI 02841-1209 401-841-4726 FOB: Destination	

To:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 12-AUG-2013 TO 12-JUN-2014	N/A	SURFACE WARFARE OFFICERS SCHOOL N61340 ROBERT NAZRO 446 CUSHING ROAD, BLDG 1362, RM 229 NEW PORT RI 02841-1209 401-841-4726 FOB: Destination	

The following Delivery Schedule item has been added to CLIN 0008:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 31-MAR-2014 TO 30-SEP-2015	N/A	SURFACE WARFARE OFFICERS SCHOOL N61340 ROBERT NAZRO 446 CUSHING ROAD, BLDG 1362, RM 229 NEW PORT RI 02841-1209 401-841-4726 FOB: Destination	

The following Delivery Schedule item has been added to CLIN 0009:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 31-MAR-2014 TO 18-JUL-2014	N/A	SURFACE WARFARE OFFICERS SCHOOL N61340 ROBERT NAZRO 446 CUSHING ROAD, BLDG 1362, RM 229 NEW PORT RI 02841-1209 401-841-4726 FOB: Destination	

SECTION G - CONTRACT ADMINISTRATION DATA

Accounting and Appropriation

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by \$3,672,591.00 from \$2,530,642.00 to \$6,203,233.00.

SUBCLIN 000302:

Funding on SUBCLIN 000302 is initiated as follows:

ACRN: AB

CIN: 130040880900030

Acctng Data: 1741319 C4KB 252 24VCS 0 050120 2D 000000

Increase: \$2,460,591.00

Total: \$2,460,591.00

Cost Code: A00002170420

CLIN 0008:

Funding on CLIN 0008 is initiated as follows:

ACRN: AB

CIN: 130040880900010

Acctng Data: 1741319 C4KB 252 24VCS 0 050120 2D 000000

Increase: \$962,000.00

Total: \$962,000.00

Cost Code: A00002170420

CLIN 0009:

Funding on CLIN 0009 is initiated as follows:

ACRN: AB

CIN: 130040880900020

Acctng Data: 1741319 C4KB 252 24VCS 0 050120 2D 000000

Increase: \$250,000.00

Total: \$250,000.00

Cost Code: A00002170420

(End of Summary of Changes)